

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

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In the Matter of the Application of

Lovett Miller & Co., Assignor,

Telovations, Inc., Licensee, and

WCB Docket No. _____

Bright House Networks Information Services (Florida),
LLC, Assignee

For grant of authority pursuant to Section 214 of the
Communications Act of 1934, as amended, and Sections
63.04 and 63.24 of the Commission's Rules to Assign the
Section 214 Authorizations, Customer Base and Other
Assets of Licensee

APPLICATION

I. INTRODUCTION

A. Summary of Transaction

Pursuant to Section 214 of the Communications Act, as amended,¹ and Sections 63.04 and 63.24 of the Commission's rules,² Lovett Miller & Co. ("Assignor"), Bright House Networks Information Services (Florida), LLC ("Assignee"), and Telovations, Inc. ("Licensee") (collectively, "Applicants"), respectfully request Commission approval to assign the section 214 authorizations, customer base and other assets of Licensee to Assignee. Licensee is a non-dominant carrier holding blanket domestic Section 214 authorization and international resale 214

¹ 47 U.S.C. § 214.

² 47 C.F.R. §§ 63.04, 63.24.

authorization from the Commission to provide interstate and international telecommunications services under Sections 63.01, 63.12 and 63.18(e)(2) of the Commission's rules.³

B. Request for Streamlined Processing

Applicants respectfully submit that this application is eligible for presumptive streamlined processing with respect to Licensee's domestic 214 authorization under Section 63.03(b)(2) of the Commission's rules because (1) the proposed transaction will result in Assignee having a market share in the interstate interexchange market of less than ten percent; (2) Assignee will provide competitive telephone exchange services exclusively in geographic areas served by a dominant local exchange carrier that is not party to the transaction; and (3) none of the Applicants or any of their affiliates are regulated as dominant with respect to any service.⁴

They also submit that this application is eligible for presumptive streamlined processing with respect to Licensee's 214 international authorization under Section 63.12(a) and (b) of the Commission's rules because applicants are not affiliated with any foreign carriers, and they do not seek to resell the international switched or private line services of any dominant U.S. carrier.⁵

II. DESCRIPTION OF THE APPLICANTS

A. Assignor and Licensee

Assignor: Assignor, Lovett Miller & Co. indirectly holds a majority interest in the Licensee.

³ 47 C.F.R. §§ 63.0163.01, 63.12 and 63.18(e)(2). Telovations international authorization was granted in 2009, under file number ITC-214-20090525-00246. *International Authorizations Granted*, Public Notice, DA 09-1800 (IB Aug. 13, 2009).

⁴ 47 C.F.R. § 63.03(b)(2).

⁵ C.F.R. § 63.12(a)&(b).

Licensee: The Licensee provides competitive local exchange and interexchange services in Florida to business customers, including managed PBX services.

B. Assignee

Assignee, a Florida limited liability company, provides competitive local exchange services. Upon close of the proposed transaction, Assignee would directly own the assigned assets, including the section 214 authorizations and Licensee's customer base.

III. DESCRIPTION OF THE TRANSACTION

Assignor seeks to assign the section 214 authorizations, customer base and other assets of Licensee to Assignee pursuant to an agreement between the Assignor and the Assignee. The closing of the transaction is contingent on receiving approval from this Commission. The Applicants are also filing the requisite notice with the Florida Public Service Commission.

IV. PUBLIC INTEREST STATEMENT

Approval of this Application is in the public interest because it will assure the continued lawful management of Licensee, who provides competitive local exchange service in Florida. There will be no interruption of service to the end users because there will be no change in the rates, terms or conditions of service. Moreover, among the assets being purchased is the right to use the Telovations brand name, which Transferee will continue to use in the marketing materials, invoices and other communications with the end users. Assignee has been a competitive local exchange carrier since 2003 and has the technical, financial and managerial qualifications to provide high quality services to the Telovations customer base it proposes to acquire.

V. INFORMATION REQUIRED UNDER SECTION 63.04(a)

Applicants submit the following information required under Section 63.04(a) and 63.24(e) of the Commission's rules in support of their application.⁶

(1) Name, address, and telephone number of each Applicant

Assignor

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Jacksonville, FL 32202
(904) 634-8808

FRN: 0022189195

Licensee

Telovations, Inc.
1410 N. West Shore Blvd., Suite 700
Tampa, FL 33607
(813) 321-1035

FRN: 0015331390

Assignee

Bright House Networks Information Services
(Florida), LLC
Orlando Corporate Office 301
East Pine Street, Suite 600
Orlando, FL 32801-2755
(901) 581-8222

FRN: 0010788453

(2) The Government, State, or Territory under the laws of which each corporate or partnership Applicant is organized

Assignor

Lovett Miller & Co.

Delaware

Licensee

Telovations, Inc.

Delaware

Assignee

Bright House Networks Information Services
(Florida), LLC

Florida limited liability company

⁶ 47 C.F.R. §§ 63.04(a), 63.24(e).

(3) The name, title, post office address, and telephone number of the officer or contact point for each Applicant, such as legal counsel, to whom correspondence concerning the application is to be addressed.

Assignor and Licensee

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(4) A statement as to whether the Applicants have previously received authority under Section 214 of the Act, and if so, a general description of the categories of facilities and services authorized.

Licensee holds domestic and international Section 214 authorization. Its international authorization was granted in 2009, under file number ITC-214-20090525-00246. *International Authorizations Granted*, Public Notice, DA 09-1800 (IB Aug. 13, 2009). Licensee provides competitive local exchange and interexchange services in Florida to business customers, including managed PBX services.

Assignee holds domestic 214 authorization, and provides competitive local exchange services, including to its affiliate that provides interconnected voice over Internet Protocol services.

Assignor provides no telecommunications services and as such, has not previously received Section 214 authority.

(5) The name, address, citizenship and principal businesses of any person or entity that directly or indirectly owns at least ten (10) percent of the equity of the Assignee, and the percentage of equity owned by each of those entities (to the nearest one (1) percent). The applicant shall also identify any interlocking directorates with a foreign carrier.

The Assignee, Bright House Networks Information Services (Florida), LLC, is a Florida limited liability company, and its address is 301 East Pine Street, Suite 600 Orlando, FL 32801-2755. Assignee's principal business is providing competitive local exchange services. Assignee is 100% owned by Bright House Networks, LLC (a Delaware limited liability company), which is in turn, 100% owned by Time Warner-Advance/Newhouse Partnership ("TWE-A/N") (a New York partnership). Advance/Newhouse Partnership (a New York partnership) owns 33.33% of TWE-A/N, and exercises control and management rights of Bright House Networks, LLC, and has contractual power to designate 100% of the individuals exercising functions similar to those of directors of a corporation.⁷ Newhouse Broadcasting Corporation ("NBCo") (a New York corporation), through a single, 100% owned intervening New York limited liability company, holds 61.24% of the equity in Advance/Newhouse Partnership. S.I. Newhouse, Jr. and Donald E. Newhouse, both of whom are U.S. citizens, indirectly hold 24% in Assignee through their interests in NBCo. Newark Morning Ledger Co. (a New Jersey corporation) holds 38.76% in Advance/Newhouse Partnership through a single, 100% owned intervening New York limited liability company. Newark Morning Ledger Co. is 100% indirectly owned by Advance

⁷ Time Warner Cable Enterprises LLC (a Delaware limited liability company) owns 66.67% of the equity in, but does not exercise control over TWE-A/N. Time Warner Cable Enterprises LLC is ultimately 100% owned by Time Warner Cable Inc. through a series of intervening entities. Time Warner Cable Inc. is a publicly traded U.S. corporation.

Publications, Inc., a New York Corporation. No person or entity with interests in Advance Publications, Inc. hold 10% or greater interests attributable to Assignee.

Finally, Assignee has no interlocking directorates with any foreign carriers.

(6) A certification pursuant to §§ 1.2001 through 1.2003 of this chapter that no party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988. See 21 U.S.C. 853a.

Applicants certify, as evidenced by the signatures in the attached certifications, that no Applicant is subject to a denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998.

(7) A description of the transaction.

Please see a description of the transaction at Section III above.

(8) A description of the geographic areas in which the Assignor and Assignee (and their affiliates) offer domestic telecommunications services, and what services are provided in each area.

Assignor does not itself provide any telecommunications services. The Licensee provides competitive local exchange and interexchange services in Florida to business customers, including managed PBX services. Licensee has no affiliates that provide telecommunications services.

Assignee provides domestic competitive local exchange services in Florida, including to its affiliates who provide interconnected voice over Internet Protocol services. The following affiliates of Assignee provide the same services in the following states: Bright House Networks Information Services (Alabama), LLC (provides service in Alabama); Bright House Networks Information Services (California), LLC (provides service in California); Bright House Networks

Information Services (Indiana) (provides service in Indiana); and Bright House Networks Information Services (Michigan), LLC (provides service in Michigan).⁸

(9) A statement as to how the application fits into one or more of the presumptive streamlined categories in this section or why it is otherwise appropriate for streamlined treatment.

Applicants respectfully submit that this application is eligible for presumptive streamlined processing with respect to Licensee's domestic 214 authorization under Section 63.03(b)(2) of the Commission's rules because (1) the proposed transaction will result in Assignee having a market share in the interstate interexchange market of less than ten percent; (2) Assignee will provide competitive telephone exchange services exclusively in geographic areas served by a dominant local exchange carrier that is not party to the transaction; and (3) none of the Applicants or any of their affiliates are regulated as dominant with respect to any service.⁹

(10) Identification of all other Commission applications related to the same transaction.

None, although the Applicants will file for the assignment of the international authorization held by Telovations in the Commission's electronic IBFS system.

(11) A statement of whether the applicants are requesting special consideration because either party to the transaction is facing imminent business failure.

Not applicable.

⁸ Assignee's parent holds multiple satellite earth station licenses used in the provision of non-telecommunications cable video services.

⁹ 47 C.F.R. § 63.03(b)(2).

(12) Identification of any separately-filed waiver requests being sought in conjunction with the transaction.

None.

(13) A statement showing how grant of the application will serve the public interest, convenience and necessity, including any additional information that may be necessary to show the effect of the proposed transaction on competition in domestic markets.

Please see Applicants' public interest statement in Section IV above.

VI. CONCLUSION

For the reasons stated above, Applicants respectfully submit that the public interest, convenience and necessity would be furthered by a grant of this application.

Respectfully submitted,



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Information Services (Florida), LLC, Assignee*



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Counsel for Telovations, Licensee

Dated: November 16, 2012

CERTIFICATIONS

CERTIFICATION

I, Leo Cloutier am the Senior Vice President of Corporate Strategy & Business Development of Bright House Networks Information Services (Florida), LLC ("BHNIS"), that I am authorized to make this certification on behalf of BHNIS, and that the contents of the foregoing application with respect to BHNIS are true and correct to the best of my knowledge, information and belief.

I declare under penalty of perjury that the foregoing is true and correct.

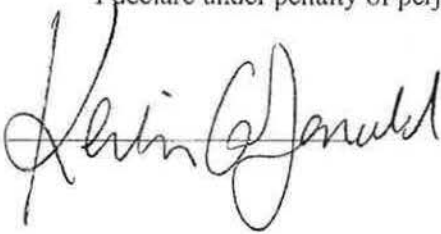
Leo Cloutier

Date: 11/16/2012

CERTIFICATION

I, Kevin Donald, am the Chief Financial Officer of Telovations, Inc. ("Telovations"), that I am authorized to make this certification on behalf of Telovations, and that the contents of the foregoing application with respect to Telovations are true and correct to the best of my knowledge, information and belief.

I declare under penalty of perjury that the foregoing is true and correct.

A handwritten signature in black ink, appearing to read "Kevin Donald". The signature is written in a cursive, flowing style with a large initial 'K'.

Date: 11/16/2012